

# **EXHIBIT 37**

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UNITED STATES DISTRICT COURT  
DISTRICT OF NEW HAMPSHIRE

SECURITIES AND EXCHANGE ) Civil Action No.  
COMMISSION, ) 1:21-cv-00260-PB  
Plaintiff, )  
vs. ) VOLUME 1  
LBRY, INC., ) (Pages 1 to 244)  
Defendant. )

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CONFIDENTIAL VIDEOTAPED 30(b)(6)  
DEPOSITION OF LBRY, INC., BY  
JEREMY KAUFFMAN  
1155 AVENUE OF THE AMERICAS  
NEW YORK, NEW YORK  
FRIDAY, APRIL 1, 2022

REPORTED BY:  
ELBIA BAIREZ  
JOB NO. 220401LHR

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09:34 1 MR. MILLER: Objection.

2 A. I'm not sure.

3 Q. I'm just trying to understand exactly  
4 what the basis of LBRY's position is.

09:34 5 So when LBRY says it's not sure, is  
6 it -- is it -- so is LBRY's position that the  
7 exchange of consideration is not sufficient  
8 bases to form a sale?

9 MR. MILLER: Objection.

09:34 10 A. LBRY offered Pillar two million LBRY  
11 credits, mostly because they asked us to. And  
12 they never got them. They never took them.  
13 They never asked for them.

14 So as far as I'm concerned, it's --  
09:34 15 you know, there's no -- there hasn't been an  
16 exchange.

17 Q. Did Pillar, subsequent to September  
18 of 2018, state that it was not -- that it was  
19 repudiating the agreement?

09:35 20 MR. MILLER: Objection.

21 A. I don't recall specifically. But I  
22 know that, you know, Pillar regards dealing with  
23 the SEC as very expensive. So I think they've  
24 avoided dealing with the token until there's  
09:35 25 some regulatory clarity.

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09:52 1 A. Pillar is a venture capital firm.  
2 Q. What's their aim to -- if you know.  
3 MR. MILLER: Objection.  
4 A. I don't -- I don't -- I don't know.  
09:52 5 I'm not Pillar.  
6 Q. I'd like to move on to the sales,  
7 offer and sales of LBRY credits to CoinEx.  
8 Did LBRY ever offer and sell LBRY  
9 credits to CoinEx?  
09:53 10 A. I believe we sold credits to CoinEx  
11 at their request.  
12 Q. And when was that?  
13 A. Middle of 2021 -- I'm not certain.  
14 Sometime in 2021 -- is it end of 2020?  
09:53 15 Q. Perhaps the third quarter of 2020?  
16 A. That sounds correct.  
17 Q. And approximately how many LBRY  
18 credits did LBRY sell to CoinEx?  
19 A. I believe 500,000.  
09:53 20 Q. What is CoinEx?  
21 A. CoinEx is a cryptocurrency exchange  
22 and marketplace.  
23 Q. Do they function similar to  
24 ShapeShift or they function differently in  
09:53 25 exchanging tokens?

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09:53 1 MR. MILLER: Objection.

2 A. I -- ShapeShift is unusual and it  
3 doesn't require accounts. So I would say  
4 they're not like ShapeShift because CoinEx does  
09:54 5 require accounts.

6 Q. Who is -- who at LBRY was involved in  
7 the decision to sell LBRY credits to CoinEx?

8 A. Primarily, Josh Finer.

9 Q. Why was the amount sold 500,000 LBRY  
09:54 10 credits?

11 A. Because -- probably because that's  
12 what they asked for.

13 Q. And had LBRY had a relationship with  
14 CoinEx prior to CoinEx's request to buy LBRY  
09:54 15 credits from LBRY?

16 A. I'm not certain of the exact timing  
17 of that request. It certainly would have been  
18 after or concurrent with CoinEx making LBRY  
19 credits available on their website.

09:54 20 Q. Essentially when CoinEx listed LBC on  
21 its exchange?

22 A. Presumably then or shortly after  
23 then.

24 Q. Was there a purchase agreement  
09:55 25 between LBRY and CoinEx for the LBRY credits?

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09:55 1 A. I'm not certain.

2 Q. Were there any restrictions on the  
3 sale of LBRY credits to CoinEx?

4 A. Not to my knowledge.

09:55 5 Q. Was there any lock up of the period  
6 when CoinEx could take possession of the LBRY  
7 credits?

8 A. I don't believe so.

9 Q. Was there any communications between  
09:55 10 LBRY and CoinEx concerning CoinEx's publishing  
11 videos to the LBRY network?

12 A. I'm not certain.

13 Q. Were there any discussions with  
14 CoinEx concerning CoinEx's watching of videos  
09:55 15 through the LBRY network?

16 MR. MILLER: Objection. It's not a  
17 topic.

18 MR. MOORES: It was part of the offer  
19 and sale. Were there communications with  
09:55 20 CoinEx --

21 MR. MILLER: About?

22 MR. MOORES: About CoinEx watching  
23 videos on the LBRY network.

24 MR. MILLER: How does that have  
09:56 25 anything to do with offer and sale of LBRY

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09:56 1 tokens to CoinEx?

2 MR. MOORES: The communications in  
3 connection with the offer and sale is relevant  
4 to the topic. And I'm asking in connection with  
09:56 5 the offer and sale of LBRY credits to CoinEx,  
6 was there any discussion between LBRY and CoinEx  
7 concerning watching videos on the LBRY network.

8 A. The -- the only purpose of the  
9 credits is to use them on the LBRY network.  
09:56 10 It's like a grocery store doesn't ask someone  
11 checking out with bread, are you planning to eat  
12 it.

13 There's no reason to buy the  
14 credits -- the credits -- they're not -- the  
09:56 15 only reason -- the only purpose of the credits  
16 is to use them on the LBRY protocol and the LBRY  
17 network. So we don't generally ask people what  
18 they're going to do with them because that's the  
19 only thing to do with them.

09:56 20 Q. Besides trading them, correct?

21 A. The only reason that someone is going  
22 to -- there's no reason to have tokens unless  
23 you are going to -- to use them. Okay? Like  
24 that's the only reason. Okay?

09:57 25 Q. Why does LBRY itself possess tokens

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10:04 1 MR. MILLER: Objection. Again, it's  
2 beyond the scope of your topic. It has nothing  
3 about communications. And again, beyond the  
4 scope.

10:04 5 A. The only -- the only purpose of the  
6 LBRY token is to use it on the LBRY network. We  
7 don't generally investigate why people are  
8 purchasing the token because that's the only  
9 conceivable reason for people to have the token.

10:04 10 Q. So you are saying that CoinEx did not  
11 on its own make any representations as to what  
12 it would do with the LBRY credits?

13 A. No. Not to my knowledge.

14 Q. What did -- what compensation --  
10:04 15 sorry.

16 What consideration did LBRY receive  
17 from CoinEx for the sale of LBRY credits?

18 A. I -- I believe they bought the token  
19 at or very close to the market price.

10:05 20 Q. And what -- was it in dollars or what  
21 was it --

22 A. It was in dollars. But it wouldn't  
23 surprise me if it was paid with Tether or  
24 another dollar -- dollar equivalent crypto coin.

10:05 25 Q. And what, if anything -- sorry.



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12:45 1 Q. What exchanges do you have knowledge  
2 that you can testify today about in terms of  
3 what LBRY did, if anything, to get listed on  
4 those exchanges?

12:45 5 A. The only exchanges I have specific  
6 personal recollection of are Bittrex and  
7 Poloniex.

8 Q. All right. Well, I'm talking about  
9 what knowledge do you have as the representative  
12:45 10 of LBRY, Inc. with respect to any exchange of  
11 what LBRY did to get listed on that exchange?

12 MS. MECHANIC: Well, he just said, he  
13 has knowledge of Bittrex and Poloniex. So do  
14 you want to ask him what --

12:45 15 MR. JONES: He said he has personal  
16 knowledge.

17 MS. MECHANIC: As the CEO of the  
18 company.

19 A. In general, the company's policy was  
12:45 20 to support LBRY being listed or being made  
21 available in as many place as possible. The  
22 more places it's available, the more places  
23 people can get the LBRY credit and acquire it  
24 and use it on the LBRY network.

12:46 25 If an exchange contacted us, we would

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12:46 1 talk to them. That was the more common scenario  
2 as to how we worked with an exchange and an  
3 exchange would approach us.

4 Occasionally, we would approach  
12:46 5 exchanges. But the exchanges that we  
6 approached, I believe, are not the ones that  
7 you've listed. But I'm not certain, it's  
8 possible that some of those were approached by  
9 us. But the more common scenario was that the  
12:46 10 exchange approached us.

11 Q. What work, if anything, would need to  
12 be done by LBRY if an exchange approached LBRY  
13 for a listing of LBC?

14 A. Typically, nothing. But  
12:46 15 occasionally -- or we would offer if they needed  
16 any type of technical assistance, they could  
17 speak with an engineer or something.

18 But the software is all standard.  
19 It's all open sourced. It's all well  
12:46 20 documented. So typically, the exchanges can do  
21 it on their own without our help.

22 Q. Did LBRY provide any technical  
23 services to an exchange to get -- in connection  
24 with a listing of LBC on that exchange?

12:47 25 A. To my knowledge, of any of the

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02:59 1 MR. MILLER: Objection.

2 Q. Correct?

3 A. I don't understand the question.

4 Q. Did LBRY ever state to the public  
03:00 5 that it was not developing the LBRY network?

6 A. There's -- did LBRY ever state to the  
7 public that it was not developing the LBRY  
8 network? I don't believe so.

9 Q. Is Exhibit 176 an example of a LBRY  
03:00 10 road map?

11 A. Yes.

12 Q. You can put that to the side,  
13 Mr. Kauffman. I don't think I'm going to ask  
14 any more questions about it.

03:01 15 Mr. Kauffman, we briefly talked about  
16 an entity called Altonomy earlier today. And  
17 I'd like to circle back and talk a little bit  
18 more about Altonomy.

19 What money, if any, did LBRY receive  
03:02 20 as a result of Altonomy's trading?

21 A. I believe that the Altonomy  
22 partnership or relationship ultimately resulted  
23 in the company losing money.

24 Q. And when you say, "the company losing  
03:02 25 money," can you explain how it lost money?

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03:02 1           A.     I mean, we gave them -- they were  
2 granted a pool of 40 million credits to work  
3 with. And I believe we got less than 40 million  
4 credits in value back.

03:02 5           Q.     In terms of the Block Explorer that  
6 we looked at earlier, there was a transfer out  
7 of that account that Altonomy was using of  
8 40 million credits.

9                   Are you suggesting that was not  
03:02 10 transferred back to LBRY's possession?

11           A.     There was -- we did receive some  
12 portion of that back. But a lot of it, we did  
13 not receive back.

14           Q.     Is there any explanation as to that  
03:03 15 40 million transfer of LBC to that address that  
16 we saw earlier?

17                   MR. MILLER: Objection.

18           A.     I believe -- I'm not certain.

19           Q.     Is it possible that LBRY did receive  
03:03 20 40 million LBC back from whatever account that  
21 Altonomy was trading in?

22                   MR. MILLER: Objection.

23           A.     I do not believe so.

24           Q.     What amount of LBC did LBRY receive  
03:03 25 back from Altonomy?

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03:03 1 A. I'm not immediately certain of that  
2 figure.

3 Q. Can you give us a ballpark number?

4 MR. MILLER: Objection.

03:04 5 A. I believe it was 10 million or less.

6 Q. LBC?

7 A. Yes. But I'm not certain.

8 Q. Did LBRY only receive LBC back from  
9 Altonomy?

03:04 10 MR. MILLER: Objection.

11 A. I'm -- I'm -- I'm not certain what we  
12 -- the exact -- exactly what we received back.

13 Q. Did Altonomy perform any sales of  
14 LBRY's premine into the market separate and

03:04 15 distinct from any 40 million LBC that was set  
16 aside from Altonomy trading?

17 MR. MILLER: Objection.

18 A. Yes. A separate arm of their company  
19 did -- did perform some sales, I believe.

03:04 20 Q. Approximately how many sales did that  
21 arm of Altonomy perform?

22 MR. MILLER: Objection.

23 A. During the time period that we were  
24 working with Altonomy, I believe they handled

03:04 25 all sales for us instead of us doing it

## C E R T I F I C A T E

STATE OF NEW YORK)

:SS


COUNTY OF SUFFOLK)

I, Elbia Baires, a Notary Public within  
and for the State of New York, do hereby certify:

I reported the proceedings in the  
within-entitled matter, and that the within  
transcript is a true record of such proceedings to  
the best of my ability.

I further certify that I am not related to  
any of the parties to this action by blood or  
marriage; and that I am in no way interested in the  
outcome of this matter.

IN WITNESS WHEREOF, I have hereunto set my  
hand this 8th day of April, 2022.

  
Elbia Merino (Baires)